

RECORDATION NO. 25245-U 11 ET 1

FEB 22 '13 -1 37 PM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847 318.7575
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VIA UPS NEXT DAY AIR

February 21, 2013

Chief Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S W, Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Partial Lease Termination

Dear Section Chief

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Partial Lease Termination dated February 19, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Lease evidencing such lease Equipment which was duly filed at the Surface Transportation Board on August 25, 2008 at 4:02 p.m. under recordation number 25245-P.

The names and addresses of the parties to the enclosed document are:

Lessor. First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018

Lessee Canadian Pacific Railway Company
401 Ninth Avenue, Suite 500
Gulf Canada Square
Calgary, AB T2P 4Z4 Canada

The enclosed document is for two hundred twenty two (222) gondola cars having NDYX and NOKL marks, (see Exhibit A for car numbers) which have been terminated in all respects and are no longer covered under the Lease.

A short summary of the document to appear in the index follows: Memorandum of Partial Lease Termination

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Documentation Specialist

Enclosures

(CP076, 087/A-B)

NOTICE OF MEMORANDUM OF PARTIAL LEASE TERMINATION

THIS NOTICE OF MEMORANDUM OF PARTIAL LEASE TERMINATION (the "Memorandum") dated as of February 19, 2013 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of February 4, 1998, (the "Lease"), between Lessor and Canadian Pacific Railway Company (the "Lessee"), a Canadian corporation

WITNESSETH:

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into certain Memorandum of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on August 25, 2008 at 4:02 p.m. with recordation number 25245-P

WHEREAS, certain Equipment has been released and is no longer covered under the Lease; and,

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows.

- 1 This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board has been terminated in all respects
- 2 All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.
3. Lessor wishes to record this Notice of Partial Termination of Memorandum of Lease so as to release the lien with respect to the Equipment.

IN WITNESS WHEREOF, the party hereto has caused this Memorandum to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation)

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Rick Grossman

Title: Vice President - Equipment

Signature: 

CP076, 087/A-B

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SURFACE TRANSPORTATION BOARD

EXHIBIT A
to
MEMORANDUM OF PARTIAL LEASE TERMINATION

NUMBER OF CARS. Two hundred twenty two (222)

DESCRIPTION OF CARS: Gondola Cars

CAR NUMBERS

NDYX 310819	NDYX 315423	NOKL 310417	NOKL 311052	NOKL 315082	NOKL 315621
NDYX 310855	NDYX 315424	NOKL 310418	NOKL 311057	NOKL 315083	NOKL 315622
NDYX 310912	NDYX 315426	NOKL 310419	NOKL 311067	NOKL 315086	NOKL 316107
NDYX 310922	NDYX 315427	NOKL 310420	NOKL 311070	NOKL 315229	NOKL 316112
NDYX 310949	NDYX 315428	NOKL 310421	NOKL 311084	NOKL 315232	NOKL 316149
NDYX 311024	NDYX 315429	NOKL 310422	NOKL 311095	NOKL 315233	NOKL 316153
NDYX 311036	NDYX 315430	NOKL 310423	NOKL 311100	NOKL 315234	NOKL 316157
NDYX 311074	NDYX 315431	NOKL 310424	NOKL 311113	NOKL 315240	NOKL 316163
NDYX 311125	NDYX 315432	NOKL 310425	NOKL 311129	NOKL 315242	NOKL 316169
NDYX 311148	NDYX 315434	NOKL 310803	NOKL 311133	NOKL 315456	NOKL 316181
NDYX 311201	NDYX 315458	NOKL 310808	NOKL 311136	NOKL 315463	NOKL 316186
NDYX 311236	NDYX 315480	NOKL 310810	NOKL 311140	NOKL 315470	NOKL 316200
NDYX 311256	NDYX 315484	NOKL 310817	NOKL 311157	NOKL 315472	NOKL 316201
NDYX 311272	NDYX 315510	NOKL 310822	NOKL 311159	NOKL 315478	NOKL 316206
NDYX 311288	NDYX 315514	NOKL 310831	NOKL 311174	NOKL 315479	NOKL 316234
NDYX 315062	NDYX 315537	NOKL 310841	NOKL 311181	NOKL 315483	NOKL 316242
NDYX 315087	NDYX 315547	NOKL 310842	NOKL 311184	NOKL 315488	NOKL 316243
NDYX 315107	NDYX 315553	NOKL 310844	NOKL 311185	NOKL 315498	NOKL 320586
NDYX 315160	NDYX 315558	NOKL 310846	NOKL 311186	NOKL 315502	NOKL 320593
NDYX 315194	NDYX 315568	NOKL 310850	NOKL 311193	NOKL 315517	NOKL 320594
NDYX 315244	NDYX 315571	NOKL 310869	NOKL 311198	NOKL 315520	NOKL 320595
NDYX 315245	NDYX 315585	NOKL 310877	NOKL 311203	NOKL 315524	NOKL 320599
NDYX 315307	NDYX 315620	NOKL 310879	NOKL 311222	NOKL 315525	
NDYX 315400	NDYX 316162	NOKL 310884	NOKL 311229	NOKL 315526	
NDYX 315402	NOKL 310401	NOKL 310931	NOKL 311240	NOKL 315527	
NDYX 315403	NOKL 310402	NOKL 310940	NOKL 311253	NOKL 315529	
NDYX 315404	NOKL 310403	NOKL 310965	NOKL 311258	NOKL 315533	
NDYX 315407	NOKL 310404	NOKL 310966	NOKL 311263	NOKL 315536	
NDYX 315408	NOKL 310405	NOKL 310967	NOKL 311268	NOKL 315540	
NDYX 315409	NOKL 310406	NOKL 310969	NOKL 311271	NOKL 315545	
NDYX 315410	NOKL 310407	NOKL 310971	NOKL 311275	NOKL 315548	
NDYX 315411	NOKL 310408	NOKL 310979	NOKL 311279	NOKL 315550	
NDYX 315412	NOKL 310409	NOKL 310995	NOKL 311285	NOKL 315557	
NDYX 315413	NOKL 310410	NOKL 311003	NOKL 311299	NOKL 315561	
NDYX 315414	NOKL 310411	NOKL 311007	NOKL 315053	NOKL 315566	
NDYX 315415	NOKL 310412	NOKL 311008	NOKL 315060	NOKL 315573	
NDYX 315416	NOKL 310413	NOKL 311029	NOKL 315066	NOKL 315592	
NDYX 315417	NOKL 310414	NOKL 311037	NOKL 315067	NOKL 315599	
NDYX 315420	NOKL 310415	NOKL 311043	NOKL 315069	NOKL 315615	
NDYX 315422	NOKL 310416	NOKL 311050	NOKL 315078	NOKL 315619	